

# Exhibit D

1/29/2008 Dinsmoor, Theodore E.

1  
2 **UNITED STATES DISTRICT COURT**  
3 **SOUTHERN DISTRICT OF NEW YORK**

4 ----- x  
5 **JA APPAREL, INC., et al,**  
6 **Plaintiffs, Index No.**  
7 **07CIV07787(DAB)**

8 **-against-**  
9 **JOSEPH ABOUD, et al,**  
10 **Defendants.**

11  
12  
13  
14 **VIDEOTAPED DEPOSITION of**  
15 **THEODORE E. DINSMOOR, taken by the Plaintiff, held**  
16 **at the offices of Kaye Scholer, LLP, 425 Park**  
17 **Avenue, New York, New York, on January 29th, 2008,**  
18 **at 10:03 a.m., before a Notary Public of the State**  
19 **of New York.**

20  
21  
22 \*\*\*\*\*  
23 **BARRISTER REPORTING SERVICE, INC.**  
24 **120 Broadway**  
25 **New York, N.Y. 10271**  
26 **212-732-8066**

1/29/2008 Dinsmoor, Theodore E.

1                   **T. Dinsmoor**2    Q    **Yes, sir, that's what I meant.**3    A    **Yes.**4    Q    **In the year 2000, in connection with**  
5    **the purchase and sale agreement that is at**  
6    **issue in this lawsuit, you were involved in**  
7    **representing Mr. Abboud and his companies in**  
8    **connection with that transaction; is that**  
9    **correct?**10   A    **That is correct.**11   Q    **Were there other lawyers on your side**  
12   **of the table that represented Mr. Abboud and**  
13   **his companies in connection with that**  
14   **transaction?**15   A    **Yes.**16   Q    **Can you identify those, please?**17   A    **One lawyer was Charlie Johnson; he was**  
18   **the Johnson in Finnegan Hickey Dinsmoor &**  
19   **Johnson. Mr. Johnson specialized in the area**  
20   **of corporate transactions. Also another**  
21   **lawyer by the name of Joseph Hutchinson;**  
22   **Mr. Hutchinson specialized in the area of**  
23   **intellectual property.**24   Q    **Anyone else?**25   A    **It's possible I may have talked to**

1/29/2008 Dinsmoor, Theodore E.

1                   **T. Dinsmoor**

2           **somebody else in the office, but those were**  
3           **the two lawyers that I worked with in**  
4           **connection with the preparation and drafting**  
5           **of the purchase and sale agreement that you**  
6           **referred to.**

7           **Q      If I broaden the question to include**  
8           **the side letter agreement --**

9           **A      I'm sorry, it would include that, too.**

10          **Q      And so at the time -- at the time of**  
11           **the purchase and sale agreement at issue in**  
12           **this lawsuit you were a shareholder in**  
13           **Finnegan Hickey & Dinsmoor; is that correct?**

14          **A      Yes.**

15          **Q      And so Mr. Charles Johnson and**  
16           **Mr. Joseph Hutchinson were shareholders in**  
17           **that firm?**

18          **A      They were both shareholders in the**  
19           **firm, yes.**

20          **Q      And where are they today?**

21          **A      Mr. Johnson, I believe, works for**  
22           **another law firm in Boston.**

23          **Q      Is he still practicing law?**

24          **A      I believe he's still practicing law.**  
25          **Mr. Hutchinson works for a private**

1/29/2008 Dinsmoor, Theodore E.

1 T. Dinsmoor

## 2 corporation in the Boston area.

### 3 Q And what corporation is that?

4 A I don't recall.

5 Q And Mr. Johnson, do you know the name  
6 of his firm?

7 A I have forgotten the name of his firm.

8 I knew it at one time. I'm trying to recall  
9 it.

10 Q If it pops into your head at any time  
11 during the deposition, feel free to let me  
12 know.

13 A All right.

14 Q In connection with the purchase and  
15 sale agreement and the side letter agreement  
16 for the year 2000, who was on the other side  
17 of that transaction?

18 MR. EDERER: Objection to form.

19 MR. SMART: Let me withdraw the  
20 question.

21 Q **What lawyers represented the  
22 purchasers in that transaction?**

23 A Jeff LaGueux of Patterson Belknap was  
24 the point person. My recollection is that he  
25 was assisted by one or more other lawyers at